

Hearing Date: January 4, 2006 at 10:00 a.m.
Objection Deadline: January 3, 2006 at 5:00 p.m.

SHEARMAN & STERLING LLP
599 Lexington Avenue
New York, New York 10022
Telephone: (212) 848-4000
Facsimile: (212) 848-7179
Douglas P. Bartner (DB-2301)
William J.F. Roll, III (WR-8996)
Andrew V. Tenzer (AT-2263)

Special Counsel for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

NOTICE OF DEBTORS' MOTION TO SHORTEN TIME AND DEBTORS' (I) MOTION
TO SHORTEN TIME AND (III) MOTION (A) TO QUASH TRIAL SUBPOENAS ISSUED
TO MEMBERS OF DEBTORS' AUDIT COMMITTEE AND FOR PROTECTIVE ORDER
AND (B) FOR A PROTECTIVE ORDER TO LIMIT THE SCOPE OF THE DEPOSITION
OF ROBERT DELLINGER TO ONLY THOSE MATTERS PERTAINING DIRECTLY TO
THE DEBTORS' APPLICATION FOR ORDER AUTHORIZING EMPLOYMENT AND
RETENTION OF DELOITTE & TOUCHE LLP AND (II) OBJECTION TO LEAD
PLAINTIFFS' MOTION TO COMPEL DEPOSITION TESTIMONY AND THE
PRODUCTION OF DOCUMENTS IN CONNECTION WITH THE DEBTORS'
APPLICATION FOR ORDER UNDER 11 U.S.C. §§ 327(a), 328(a), AND 1107(b)
AUTHORIZING EMPLOYMENT AND RETENTION OF DELOITTE & TOUCHE LLP

AS INDEPENDENT AUDITORS AND ACCOUNTANTS TO DEBTORS, EFFECTIVE
NUNC PRO TUNC TO OCTOBER 8, 2005 AND OBJECTIONS FILED THERETO

PLEASE TAKE NOTICE that on December 29, 2005, Delphi Corporation (“Delphi”) and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the “Debtors”), filed the Debtors’ (I) Motion (A) To Quash Trial Subpoenas Issued To Members Of Debtors’ Audit Committee And For Protective Order And (B) For A Protective Order To Limit The Scope Of The Deposition Of Robert Dellinger To Only Those Matters Pertaining Directly To The Debtors’ Application For Order Authorizing Employment And Retention of Deloitte & Touche LLP And (II) Objection To Lead Plaintiffs’ Motion To Compel Deposition Testimony And The Production Of Documents In Connection With The Debtors’ Application For Order Under 11 U.S.C. §§ 327(a), 328(a), And 1107(b) Authorizing Employment And Retention Of Deloitte & Touche LLP As Independent Auditors And Accountants to Debtors, Effective Nunc Pro Tunc To October 8, 2005 And Objections Filed Thereto (the “Motion”), and the motion to shorten time related thereto (the “Shorten Time Motion”).

PLEASE TAKE FURTHER NOTICE that if no written objections to the Shorten Time Motion or the Motion are filed timely, served, and received in accordance with the requirements set forth below, an order (substantially in the form enclosed herewith) will be submitted that will provide that the Shorten Time Motion and/or the Motion, as applicable, shall be granted in their entirety. If written objections are filed timely, served, and received, a hearing to consider approval of the Shorten Time Motion and/or the Motion, as applicable, on a final basis will be held at **10:00 a.m. Eastern Time on January 4, 2006** before the Honorable Robert D. Drain, United States Bankruptcy Judge, in the Bankruptcy Court, Courtroom 610, One Bowling Green, New York, New York 10004-1408 (the “Hearing”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to approval of the Shorten Time Motion and the Motion on a final basis must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, (c) be filed with the Bankruptcy Court in accordance with General Order M-242, as amended (registered users of the Bankruptcy Court's case filing system must file electronically and all other parties-in-interest must file on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, and (e) served upon (i) the Debtors at Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel), (ii) Deloitte & Touche LLP, Suite 900, 600 Renaissance Center, Detroit, Michigan 480243 (Att'n: Brock E. Plumb), (iii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr.), (iv) special counsel to the Debtors, Shearman & Sterling LLP, 599 Lexington Avenue, New York, New York 10022 (Att'n: Douglas P. Bartner), (v) counsel to the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017 (Att'n: Marissa Wesley), (vi) counsel to the agent under the Debtors' postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'n: Marlane Melican), (vii) counsel to the official committee of unsecured creditors formed in these cases, Latham & Watkins LLP, 885 Third Avenue, Suite 1000, New York, NY 10022 (Att'n: Robert J. Rosenberg), (viii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10044 (Att'n: Deirdre A. Martini, Esq.), and (ix) the indenture trustees for the Debtors' outstanding debt securities, Wilmington Trust

Company, 1100 North Market Street, Rodney Square North, Wilmington, Delaware 19890
(Att'n: Corporate Trust Office) and Law Debenture Trust Company of New York, 780 Third
Avenue, 31st Floor, New York, New York 10017 (Att'n: Corporate Trust Office), in each case
so as to be **received** no later than **5:00 p.m. Eastern Time on January 3, 2006** (the "Objection
Deadline").

PLEASE TAKE FURTHER NOTICE that only those objections made in writing
and filed timely and received by the Objection Deadline will be considered by the Bankruptcy
Court at the Hearing, and that if no objections to the Shorten Time Motion and/or the Motion are
filed timely and served in accordance with the procedures set forth herein, the Bankruptcy Court
may enter a final order granting the Shorten Time Motion or the Motion, as applicable, **without
further notice.**

Dated: New York, New York
December 29, 2005

SHEARMAN & STERLING LLP

By: /s/ Andrew V. Tenzer
Douglas P. Bartner (DB-2301)
William J.F. Roll, III (WR-8996)
Andrew V. Tenzer (AT-2263)
599 Lexington Avenue
New York, NY 10022-6069
Telephone: (212) 848-4000
Facsimile: (212) 848-7179

Special Counsel for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession